

**EXHIBIT 1
(BALLOTS)**

CLASS 1 BALLOT

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

560 SEVENTH AVENUE OWNER PRIMARY
LLC,

Debtor.

Chapter 11

Case No. 23-11289 (PB)

**BALLOT FOR ACCEPTING OR REJECTING AMENDED CHAPTER 11
PLAN OF 560 SEVENTH AVENUE OWNER PRIMARY LLC**

Class 1 OWS Secured Claim

You are receiving this Ballot because you have a filed or scheduled Claim, as of the Voting Record Date (as defined below), in the Chapter 11 Case of 560 Seventh Avenue Owner Primary LLC (the “**Debtor**”) pending in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

The Debtor filed a second amended plan of reorganization dated February 3, 2025 (the “**Plan**”) in this Chapter 11 Case. The Court has approved a disclosure statement with respect to the Plan (the “**Disclosure Statement**”). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. If you do not have a Disclosure Statement, you may obtain a copy from the Debtor’s counsel, Cozen O’Connor, 123 North Wacker Drive, Suite 1800, Chicago, IL 60606, Attn: Christina Sanfelippo (312-474-4455, csanfelippo@cozen.com). The Disclosure Statement and Plan are also available for review and download, free of charge, online at the Debtor’s restructuring website maintained by the Voting Agent (as defined below): <https://cases.ra.kroll.com/560SeventhAve> (click on the “Plan & Disclosure Statement” link below the “Quick Links” header at the left margin of the website landing page). Court approval of the Disclosure Statement does not indicate approval of the Plan by the Court. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in Class 1 under the Plan. If you hold Claims or Equity Interests in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. If your Ballot is not received by the Debtor’s voting agent, Kroll Restructuring Administration LLC (“**Kroll**” or the “**Voting Agent**”)

via one of the methods set forth below on or before 4:00 p.m. (prevailing Eastern Time) on March 7, 2025 (the “**Voting Deadline**”), and the Voting Deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

If your Claim is not subject to an objection to expunge the Claim by the Debtor, your Claim has been provisionally allowed for the purpose of voting as a Class 1 Creditor to accept or reject the Plan in the amount for which such Claim has been scheduled or filed (or, if an objection to reduce your claim is pending, in the amount sought in the objection). Under the Plan, the Class 1 OWS Secured Claim is impaired, and the Holder of such a Claim, therefore, is entitled to vote to accept or reject the Plan.

To have your vote count, you must complete and return this Ballot.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT BY ONE OF THE FOLLOWING METHODS SO THAT IT IS ACTUALLY RECEIVED BY 4:00 P.M., PREVAILING EASTERN TIME, ON OR BEFORE THE VOTING DEADLINE OF MARCH 7, 2025.

IN THE ENCLOSED REPLY ENVELOPE PROVIDED, OR VIA FIRST CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY, OR BY ELECTRONIC ONLINE SUBMISSION.

If by First Class Mail, Overnight Courier, or Hand Delivery:

**560 Seventh Avenue Owner Primary LLC Ballot Processing Center
c/o Kroll Restructuring Administration LLC
850 Third Avenue, Suite 412
Brooklyn, NY 11232**

(To arrange hand delivery of your Ballot, please email the Voting Agent at 560SeventhAveBallots@ra.kroll.com (with “560 Seventh Avenue Ballot Delivery” in the subject line) at least 24 hours prior to your arrival at the Kroll address above and provide the anticipated date and time of delivery)

If by electronic Ballot through the Online Balloting Portal (the “E-Ballot Portal”):

- TO SUBMIT YOUR CUSTOMIZED ELECTRONIC BALLOT ONLINE, PLEASE VISIT THE DEBTORS’ BANKRUPTCY WEBSITE: [HTTPS://CASES.RA.KROLL.COM/560SEVENTHAVE](https://cases.ra.kroll.com/560seventhave), CLICK ON THE “SUBMIT E-BALLOT” SECTION OF THE WEBSITE, AND FOLLOW ONLINE SUBMISSION INSTRUCTIONS SET FORTH IN YOUR BALLOT AND AT THE E-BALLOT PORTAL

- **IMPORTANT NOTE: You will need the following Unique E-Ballot ID# to retrieve and submit your customized electronic Ballot:**
- **Unique E-Ballot ID#:** _____
- The E-Ballot Portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.
- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your Ballot. Please complete and submit a Ballot for each Unique E-Ballot ID# you receive, as applicable.
- **Holders who cast a Ballot using the E-Ballot Portal should NOT also submit a paper Ballot.**

PLEASE READ THE ATTACHED INSTRUCTIONS BEFORE COMPLETING AND RETURNING YOUR BALLOT

Creditors may not split their vote on the Plan. If you are submitting a vote with respect to the Class 1 OWS Secured Claim that you hold, you must vote your entire claim in the same way (i.e., all “accept” or all “reject”).

An authorized signatory of the holder of a Class 1 OWS Secured Claim may execute this Ballot, but must provide the name and address of the holder of such claim on this Ballot and may be required to submit evidence to the Debtor and/or the Bankruptcy Court demonstrating such signatory’s authorization to vote on behalf of such holder. Authorized signatories voting on behalf of more than one holder of a Class 1 OWS Secured Claim must complete a separate Ballot for each such holder.

You must provide all of the information requested by this Ballot. Failure to do so may result in the disqualification of your vote.

Item 1. Claim Amount. The undersigned certifies that as of February 3, 2025 (the “**Voting Record Date**”), the undersigned was the Holder of a **Class 1 OWS Secured Claim** in the following aggregate unpaid principal amount:

\$ _____

Item 2. Vote. Vote as a Class 1 Claimant. Please check one.

- The undersigned: ☐ ACCEPTS (votes FOR) the Plan.
- ☐ REJECTS (votes AGAINST) the Plan.

Item 3. Certifications and Acknowledgments. By signing this Ballot, the undersigned hereby certifies that (i) it is the owner of the Claim to which this Ballot pertains, or the authorized signatory of such owner and has full power and authority to vote to accept or reject the Plan and (ii) it has been provided with a copy of the Debtor's Disclosure Statement filed in connection with the Plan and the Plan. The undersigned also acknowledges that the solicitation of this vote to accept or reject the Plan is subject to all the terms and conditions set forth in the order approving the Disclosure Statement, including that the undersigned has neither been offered nor received any consideration to submit a changed ballot.

Name of Holder:	_____
	(Print or Type)
Signature:	_____
	(Sign Here)
Signatory Name (if other than Holder):	_____
	(Print or Type)
Title:	_____
Address:	_____
	(Street)

	(City, State, Zip Code)
Telephone Number:	_____
Email Address	_____
Date Completed:	_____

THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY ONE OF THE METHODS SET FORTH ABOVE. PLEASE MAKE SURE YOU HAVE SIGNED AND PROVIDED ALL INFORMATION REQUESTED ON THIS BALLOT.

INSTRUCTIONS FOR COMPLETING THIS BALLOT

The Debtor is soliciting your vote on its Plan, as described in its Disclosure Statement. Please review the Disclosure Statement and Plan carefully before you vote. Unless otherwise defined, capitalized terms used herein have the meanings ascribed to them in the Plan.

To have your vote count, you must complete, sign, and return this Ballot by one of the aforementioned methods to the Voting Agent. Ballots must be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time, on March 7, 2025. **Unsigned Ballots will not be counted. Any ballot received after the Voting Deadline will not be counted except in the sole discretion of the Debtor.**

To complete the Ballot properly, take the following steps:

Read the Ballot carefully.

Review the information in Item 1 and make sure it is correct.

Vote either to accept or reject the Plan by checking the proper box in Item 2.

Review the certifications and acknowledgments in Item 3.

Sign and date your Ballot. **YOUR SIGNATURE IS REQUIRED FOR YOUR VOTE TO BE COUNTED. FOR THE AVOIDANCE OF DOUBT, AN ELECTRONIC SIGNATURE AFFIXED TO AN E-BALLOT SUBMITTED ONLINE SHALL BE DEEMED TO BE IMMEDIATELY LEGALLY VALID AND EFFECTIVE.**

If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing.

Return your Ballot by one of the aforementioned methods so that it will be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time on March 7, 2025.

PLEASE SUBMIT YOUR BALLOT PROMPTLY!

CLASS 1a BALLOT

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

560 SEVENTH AVENUE OWNER PRIMARY
LLC,

Debtor.

Chapter 11

Case No. 23-11289 (PB)

**BALLOT FOR ACCEPTING OR REJECTING AMENDED CHAPTER 11
PLAN OF 560 SEVENTH AVENUE OWNER PRIMARY LLC**

Class 1a DHG Claim

You are receiving this Ballot because you have a filed or scheduled Claim, as of the Voting Record Date (as defined below), in the Chapter 11 Case of 560 Seventh Avenue Owner Primary LLC (the “**Debtor**”) pending in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

The Debtor filed a second amended plan of reorganization dated February 3, 2025 (the “**Plan**”) in this Chapter 11 Case. The Court has approved a disclosure statement with respect to the Plan (the “**Disclosure Statement**”). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. If you do not have a Disclosure Statement, you may obtain a copy from the Debtor’s counsel, Cozen O’Connor, 123 North Wacker Drive, Suite 1800, Chicago, IL 60606, Attn: Christina Sanfelippo (312-474-4455, csanfelippo@cozen.com). The Disclosure Statement and Plan are also available for review and download, free of charge, online at the Debtor’s restructuring website maintained by the Voting Agent (as defined below): <https://cases.ra.kroll.com/560SeventhAve> (click on the “Plan & Disclosure Statement” link below the “Quick Links” header at the left margin of the website landing page). Court approval of the Disclosure Statement does not indicate approval of the Plan by the Court. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in Class 1a under the Plan. If you hold Claims or Equity Interests in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. If your Ballot is not received by the Debtor’s voting agent, Kroll Restructuring Administration LLC (“**Kroll**” or the “**Voting Agent**”),

via one of the methods set forth below on or before 4:00 p.m. (prevailing Eastern Time) on March 7, 2025 (the “**Voting Deadline**”), and the Voting Deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

If your Claim is not subject to an objection to expunge the Claim by the Debtor, your Claim has been provisionally allowed for the purpose of voting as a Class 1a Creditor to accept or reject the Plan in the amount for which such Claim has been scheduled or filed (or, if an objection to reduce your Claim is pending, in the amount sought in the objection). Under the Plan, the Class 1a DHG Claim is impaired, and the holder of such a Claim, therefore, is entitled to vote to accept or reject the Plan.

To have your vote count, you must complete and return this Ballot.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT BY ONE OF THE FOLLOWING METHODS SO THAT IT IS ACTUALLY RECEIVED BY 4:00 P.M., PREVAILING EASTERN TIME, ON OR BEFORE THE VOTING DEADLINE OF MARCH 7, 2025.

IN THE ENCLOSED REPLY ENVELOPE PROVIDED, OR VIA FIRST CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY, OR BY ELECTRONIC ONLINE SUBMISSION.

If by First Class Mail, Overnight Courier, or Hand Delivery:

**560 Seventh Avenue Owner Primary LLC Ballot Processing Center
c/o Kroll Restructuring Administration LLC
850 Third Avenue, Suite 412
Brooklyn, NY 11232**

(To arrange hand delivery of your Ballot, please email the Voting Agent at 560SeventhAveBallots@ra.kroll.com (with “560 Seventh Avenue Ballot Delivery” in the subject line) at least 24 hours prior to your arrival at the Kroll address above and provide the anticipated date and time of delivery)

If by electronic Ballot through the Online Balloting Portal (the “E-Ballot Portal”):

- TO SUBMIT YOUR CUSTOMIZED ELECTRONIC BALLOT ONLINE, PLEASE VISIT THE DEBTORS’ BANKRUPTCY WEBSITE: [HTTPS://CASES.RA.KROLL.COM/560SEVENTHAVE](https://cases.ra.kroll.com/560seventhave), CLICK ON THE “SUBMIT E-BALLOT” SECTION OF THE WEBSITE, AND FOLLOW ONLINE SUBMISSION INSTRUCTIONS SET FORTH IN YOUR BALLOT AND AT THE E-BALLOT PORTAL

- **IMPORTANT NOTE: You will need the following Unique E-Ballot ID# to retrieve and submit your customized electronic Ballot:**
- **Unique E-Ballot ID#:** _____
- The E-Ballot Portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.
- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your Ballot. Please complete and submit a Ballot for each Unique E-Ballot ID# you receive, as applicable.
- **Holders who cast a Ballot using the E-Ballot Portal should NOT also submit a paper Ballot.**

PLEASE READ THE ATTACHED INSTRUCTIONS BEFORE COMPLETING AND RETURNING YOUR BALLOT

Creditors may not split their vote on the Plan. If you are submitting a vote with respect to the Class 1a DHG Claim that you hold, you must vote your entire claim in the same way (i.e., all “accept” or all “reject”).

An authorized signatory of the holder of a Class 1a DHG Claim may execute this Ballot, but must provide the name and address of the holder of such claim on this Ballot and may be required to submit evidence to the Debtor and/or the Bankruptcy Court demonstrating such signatory’s authorization to vote on behalf of such holder. Authorized signatories voting on behalf of more than one holder of a Class 1a DHG Claim must complete a separate Ballot for each such holder.

You must provide all of the information requested by this Ballot. Failure to do so may result in the disqualification of your vote.

Item 1. Claim Amount. The undersigned certifies that as of February 3, 2025 (the “**Voting Record Date**”), the undersigned was the Holder of a **Class 1a DHG Claim** in the following aggregate unpaid principal amount:

\$ _____

Item 2. Vote. Vote as a Class 1a Claimant. Please check one.

- The undersigned: ☐ ACCEPTS (votes FOR) the Plan.
- ☐ REJECTS (votes AGAINST) the Plan.

Item 3. Certifications and Acknowledgments. By signing this Ballot, the undersigned hereby certifies that (i) it is the owner of the Claim to which this Ballot pertains, or the authorized signatory of such owner and has full power and authority to vote to accept or reject the Plan and (ii) it has been provided with a copy of the Debtor's Disclosure Statement filed in connection with the Plan and the Plan. The undersigned also acknowledges that the solicitation of this vote to accept or reject the Plan is subject to all the terms and conditions set forth in the order approving the Disclosure Statement, including that the undersigned has neither been offered nor received any consideration to submit a changed ballot.

Name of Holder:	_____
	(Print or Type)
Signature:	_____
	(Sign Here)
Signatory Name (if other than Holder):	_____
	(Print or Type)
Title:	_____
Address:	_____
	(Street)

	(City, State, Zip Code)
Telephone Number:	_____
Email Address:	_____
Date Completed:	_____

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY
ONE OF THE METHODS SET FORTH ABOVE. PLEASE MAKE SURE YOU HAVE
SIGNED AND PROVIDED ALL INFORMATION REQUESTED ON THIS BALLOT.**

INSTRUCTIONS FOR COMPLETING THIS BALLOT

The Debtor is soliciting your vote on its Plan, as described in the Disclosure Statement. Please review the Disclosure Statement and Plan carefully before you vote. Unless otherwise defined, capitalized terms used herein have the meanings ascribed to them in the Plan.

To have your vote count, you must complete, sign, and return this Ballot by one of the aforementioned methods to the Voting Agent. Ballots must be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time, on March 7, 2025. **Unsigned Ballots will not be counted. Any ballot received after the Voting Deadline will not be counted except in the sole discretion of the Debtor.**

To complete the Ballot properly, take the following steps:

Read the Ballot carefully.

Review the information in Item 1 and make sure it is correct.

Vote either to accept or reject the Plan by checking the proper box in Item 2.

Review the certifications and acknowledgments in Item 3.

Sign and date your Ballot. **YOUR SIGNATURE IS REQUIRED FOR YOUR VOTE TO BE COUNTED. FOR THE AVOIDANCE OF DOUBT, AN ELECTRONIC SIGNATURE AFFIXED TO AN E-BALLOT SUBMITTED ONLINE SHALL BE DEEMED TO BE IMMEDIATELY LEGALLY VALID AND EFFECTIVE.**

If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing.

Return your Ballot by one of the aforementioned methods so that it will be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time on March 7, 2025.

PLEASE SUBMIT YOUR BALLOT PROMPTLY!

CLASS 1b BALLOT

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

560 SEVENTH AVENUE OWNER PRIMARY
LLC,

Debtor.

Chapter 11

Case No. 23-11289 (PB)

**BALLOT FOR ACCEPTING OR REJECTING AMENDED CHAPTER 11
PLAN OF 560 SEVENTH AVENUE OWNER PRIMARY LLC**

Class 1b Flintlock Claim

You are receiving this Ballot because you have a filed or scheduled Claim, as of the Voting Record Date (as defined below), in the Chapter 11 Case of 560 Seventh Avenue Owner Primary LLC (the “**Debtor**”) pending in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

The Debtor filed a second amended plan of reorganization dated February 3, 2025 (the “**Plan**”) in this Chapter 11 Case. The Court has approved a disclosure statement with respect to the Plan (the “**Disclosure Statement**”). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. If you do not have a Disclosure Statement, you may obtain a copy from the Debtor’s counsel, Cozen O’Connor, 123 North Wacker Drive, Suite 1800, Chicago, IL 60606, Attn: Christina Sanfelippo (312-474-4455, csanfelippo@cozen.com). The Disclosure Statement and Plan are also available for review and download, free of charge, online at the Debtor’s restructuring website maintained by the Voting Agent (as defined below): <https://cases.ra.kroll.com/560SeventhAve> (click on the “Plan & Disclosure Statement” link below the “Quick Links” header at the left margin of the website landing page). Court approval of the Disclosure Statement does not indicate approval of the Plan by the Court. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in Class 1b under the Plan. If you hold Claims or Equity Interests in more than one Class, you will receive a Callot for each Class in which you are entitled to vote. If your Ballot is not received by the Debtor’s voting agent, Kroll Restructuring Administration LLC (“**Kroll**” or the “**Voting Agent**”),

via one of the methods set forth below on or before 4:00 p.m. (prevailing Eastern Time) on March 7, 2025 (the “**Voting Deadline**”), and the Voting Deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

If your Claim is not subject to an objection to expunge the Claim by the Debtor, your Claim has been provisionally allowed for the purpose of voting as a Class 1b Creditor to accept or reject the Plan in the amount for which such Claim has been scheduled or filed (or, if an objection to reduce your Claim is pending, in the amount sought in the objection). Under the Plan, the Class 1b Flintlock Claim is impaired, and the Holder of such a Claim, therefore, is entitled to vote to accept or reject the Plan.

To have your vote count, you must complete and return this Ballot.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT BY ONE OF THE FOLLOWING METHODS SO THAT IT IS ACTUALLY RECEIVED BY 4:00 P.M., PREVAILING EASTERN TIME, ON OR BEFORE THE VOTING DEADLINE OF MARCH 7, 2025.

IN THE ENCLOSED REPLY ENVELOPE PROVIDED, OR VIA FIRST CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY, OR BY ELECTRONIC ONLINE SUBMISSION.

If by First Class Mail, Overnight Courier, or Hand Delivery:

**560 Seventh Avenue Owner Primary LLC Ballot Processing Center
c/o Kroll Restructuring Administration LLC
850 Third Avenue, Suite 412
Brooklyn, NY 11232**

(To arrange hand delivery of your Ballot, please email the Voting Agent at 560SeventhAveBallots@ra.kroll.com (with “560 Seventh Avenue Ballot Delivery” in the subject line) at least 24 hours prior to your arrival at the Kroll address above and provide the anticipated date and time of delivery)

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- TO SUBMIT YOUR CUSTOMIZED ELECTRONIC BALLOT ONLINE, PLEASE VISIT THE DEBTORS’ BANKRUPTCY WEBSITE: [HTTPS://CASES.RA.KROLL.COM/560SEVENTHAVE](https://cases.ra.kroll.com/560seventhave), CLICK ON THE “SUBMIT E-BALLOT” SECTION OF THE WEBSITE, AND FOLLOW ONLINE SUBMISSION INSTRUCTIONS SET FORTH IN YOUR BALLOT AND AT THE E-BALLOT PORTAL

- **IMPORTANT NOTE: You will need the following Unique E-Ballot ID# to retrieve and submit your customized electronic Ballot:**
- **Unique E-Ballot ID#:** _____
- The E-Ballot Portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.
- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your Ballot. Please complete and submit a Ballot for each Unique E-Ballot ID# you receive, as applicable.
- **Holders who cast a Ballot using the E-Ballot Portal should NOT also submit a paper Ballot.**

PLEASE READ THE ATTACHED INSTRUCTIONS BEFORE COMPLETING AND RETURNING YOUR BALLOT

Creditors may not split their vote on the Plan. If you are submitting a vote with respect to the Class 1b Flintlock Claim that you hold, you must vote your entire claim in the same way (i.e., all “accept” or all “reject”).

An authorized signatory of the holder of a Class 1b Flintlock Claim may execute this Ballot, but must provide the name and address of the holder of such claim on this Ballot and may be required to submit evidence to the Debtor and/or the Bankruptcy Court demonstrating such signatory’s authorization to vote on behalf of such holder. Authorized signatories voting on behalf of more than one holder of a Class 1b Flintlock Claim must complete a separate Ballot for each such holder.

You must provide all of the information requested by this Ballot. Failure to do so may result in the disqualification of your vote.

Item 1. Claim Amount. The undersigned certifies that as of February 3, 2025 (the “**Voting Record Date**”), the undersigned was the Holder of a **Class 1b Flintlock Claim** in the following aggregate unpaid principal amount:

\$ _____

Item 2. Vote. Vote as a Class 1b Claimant. Please check one.

- The undersigned: ☐ ACCEPTS (votes FOR) the Plan.
- ☐ REJECTS (votes AGAINST) the Plan.

Item 3. Certifications and Acknowledgments. By signing this Ballot, the undersigned hereby certifies that (i) it is the owner of the Claim to which this Ballot pertains, or the authorized signatory of such owner and has full power and authority to vote to accept or reject the Plan and (ii) it has been provided with a copy of the Debtor's Disclosure Statement filed in connection with the Plan and the Plan. The undersigned also acknowledges that the solicitation of this vote to accept or reject the Plan is subject to all the terms and conditions set forth in the order approving the Disclosure Statement, including that the undersigned has neither been offered nor received any consideration to submit a changed ballot.

Name of Holder: _____
(Print or Type)

Signature: _____
(Sign Here)

Signatory Name (if
other than Holder): _____
(Print or Type)

Title: _____

Address: _____
(Street)

(City, State, Zip Code)

Telephone Number: _____

Email Address: _____

Date Completed: _____

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY
ONE OF THE METHODS SET FORTH ABOVE. PLEASE MAKE SURE YOU HAVE
SIGNED AND PROVIDED ALL INFORMATION REQUESTED ON THIS BALLOT.**

INSTRUCTIONS FOR COMPLETING THIS BALLOT

The Debtor is soliciting your vote on its Plan, as described in its Disclosure Statement. Please review the Disclosure Statement and Plan carefully before you vote. Unless otherwise defined, capitalized terms used herein have the meanings ascribed to them in the Plan.

To have your vote count, you must complete, sign, and return this Ballot by one of the aforementioned methods to the Voting Agent. Ballots must be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time, on March 7, 2025. **Unsigned Ballots will not be counted. Any ballot received after the Voting Deadline will not be counted except in the sole discretion of the Debtor.**

To complete the Ballot properly, take the following steps:

Read the Ballot carefully.

Review the information in Item 1 and make sure it is correct.

Vote either to accept or reject the Plan by checking the proper box in Item 2.

Review the certifications and acknowledgments in Item 3.

Sign and date your Ballot. **YOUR SIGNATURE IS REQUIRED FOR YOUR VOTE TO BE COUNTED. FOR THE AVOIDANCE OF DOUBT, AN ELECTRONIC SIGNATURE AFFIXED TO AN E-BALLOT SUBMITTED ONLINE SHALL BE DEEMED TO BE IMMEDIATELY LEGALLY VALID AND EFFECTIVE.**

If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing.

Return your Ballot by one of the aforementioned methods so that it will be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time on March 7, 2025.

PLEASE SUBMIT YOUR BALLOT PROMPTLY!

CLASS 3 BALLOT

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

560 SEVENTH AVENUE OWNER PRIMARY
LLC,

Debtor.

Chapter 11

Case No. 23-11289 (PB)

**BALLOT FOR ACCEPTING OR REJECTING AMENDED CHAPTER 11
PLAN OF 560 SEVENTH AVENUE OWNER PRIMARY LLC**

Class 3 General Unsecured Claim

You are receiving this Ballot because you have a filed or scheduled Claim, as of the Voting Record Date (as defined below), in the Chapter 11 Case of 560 Seventh Avenue Owner Primary LLC (the “**Debtor**”) pending in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

The Debtor filed a second amended plan of reorganization dated February 3, 2025 (the “**Plan**”) in this Chapter 11 Case. The Court has approved a disclosure statement with respect to the Plan (the “**Disclosure Statement**”). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. If you do not have a Disclosure Statement, you may obtain a copy from the Debtor’s counsel, Cozen O’Connor, 123 North Wacker Drive, Suite 1800, Chicago, IL 60606, Attn: Christina Sanfelippo (312-474-4455, csanfelippo@cozen.com). The Disclosure Statement and Plan are also available for review and download, free of charge, online at the Debtor’s restructuring website maintained by the Voting Agent (as defined below): <https://cases.ra.kroll.com/560SeventhAve> (click on the “Plan & Disclosure Statement” link below the “Quick Links” header at the left margin of the website landing page). Court approval of the Disclosure Statement does not indicate approval of the Plan by the Court. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in Class 3 under the Plan. If you hold Claims or Equity Interests in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. If your Ballot is not received by the Debtor’s voting agent, Kroll Restructuring Administration LLC (“**Kroll**” or the “**Voting Agent**”),

via one of the methods set forth below on or before 4:00 p.m. (prevailing Eastern Time) on March 7, 2025 (the “**Voting Deadline**”), and the Voting Deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

If your Claim is not subject to an objection to expunge the Claim by the Debtor, your Claim has been provisionally allowed for the purpose of voting as a Class 3 Creditor to accept or reject the Plan in the amount for which such Claim has been scheduled or filed (or, if an objection to reduce your Claim is pending, in the amount sought in the objection). Under the Plan, the Class 3 General Unsecured Claims are impaired, and the Holder of such a Claim, therefore, is entitled to vote to accept or reject the Plan.

To have your vote count, you must complete and return this Ballot.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT BY ONE OF THE FOLLOWING METHODS SO THAT IT IS ACTUALLY RECEIVED BY 4:00 P.M., PREVAILING EASTERN TIME, ON OR BEFORE THE VOTING DEADLINE OF MARCH 7, 2025.

IN THE ENCLOSED REPLY ENVELOPE PROVIDED, OR VIA FIRST CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY, OR BY ELECTRONIC ONLINE SUBMISSION.

If by First Class Mail, Overnight Courier, or Hand Delivery:

**560 Seventh Avenue Owner Primary LLC Ballot Processing Center
c/o Kroll Restructuring Administration LLC
850 Third Avenue, Suite 412
Brooklyn, NY 11232**

(To arrange hand delivery of your Ballot, please email the Voting Agent at 560SeventhBallots@ra.kroll.com (with “560 Seventh Avenue Ballot Delivery” in the subject line) at least 24 hours prior to your arrival at the Kroll address above and provide the anticipated date and time of delivery)

If by electronic Ballot through the Online Balloting Portal (the “E-Ballot Portal”):

- TO SUBMIT YOUR CUSTOMIZED ELECTRONIC BALLOT ONLINE, PLEASE VISIT THE DEBTORS’ BANKRUPTCY WEBSITE: [HTTPS://CASES.RA.KROLL.COM/560SEVENTHAVE](https://cases.ra.kroll.com/560seventhave), CLICK ON THE “SUBMIT E-BALLOT” SECTION OF THE WEBSITE, AND FOLLOW ONLINE SUBMISSION INSTRUCTIONS SET FORTH IN YOUR BALLOT AND AT THE E-BALLOT PORTAL

- **IMPORTANT NOTE: You will need the following Unique E-Ballot ID# to retrieve and submit your customized electronic Ballot:**
- **Unique E-Ballot ID#:** _____
- The E-Ballot Portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.
- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your Ballot. Please complete and submit a Ballot for each Unique E-Ballot ID# you receive, as applicable.
- **Holders who cast a Ballot using the E-Ballot Portal should NOT also submit a paper Ballot.**

PLEASE READ THE ATTACHED INSTRUCTIONS BEFORE COMPLETING AND RETURNING YOUR BALLOT

Creditors may not split their vote on the Plan. If you are submitting a vote with respect to the Class 3 General Unsecured Claim that you hold, you must vote your entire claim in the same way (i.e., all “accept” or all “reject”).

An authorized signatory of the holder of a Class 3 General Unsecured Claim may execute this Ballot, but must provide the name and address of the holder of such claim on this Ballot and may be required to submit evidence to the Debtor and/or the Bankruptcy Court demonstrating such signatory’s authorization to vote on behalf of such holder. Authorized signatories voting on behalf of more than one holder of a Class 3 General Unsecured Claim must complete a separate Ballot for each such holder.

You must provide all of the information requested by this Ballot. Failure to do so may result in the disqualification of your vote.

Item 1. Claim Amount. The undersigned certifies that as of February 3, 2025 (the “**Voting Record Date**”), the undersigned was the Holder of a **Class 3 General Unsecured Claim** in the following aggregate unpaid principal amount:

\$ _____

Item 2. Vote. Vote as a Class 3 Claimant. Please check one.

- The undersigned: ☐ ACCEPTS (votes FOR) the Plan.
- ☐ REJECTS (votes AGAINST) the Plan.

Item 3. Certifications and Acknowledgments. By signing this Ballot, the undersigned hereby certifies that (i) it is the owner of the Claim to which this Ballot pertains, or the authorized signatory of such owner and has full power and authority to vote to accept or reject the Plan and (ii) it has been provided with a copy of the Debtor's Disclosure Statement filed in connection with the Plan and the Plan. The undersigned also acknowledges that the solicitation of this vote to accept or reject the Plan is subject to all the terms and conditions set forth in the order approving the Disclosure Statement, including that the undersigned has neither been offered nor received any consideration to submit a changed ballot.

Name of Holder: _____
(Print or Type)

Signature: _____
(Sign Here)

Signatory Name (if
other than Holder): _____
(Print or Type)

Title: _____

Address: _____
(Street)

(City, State, Zip Code)

Telephone Number: _____

Email Address: _____

Date Completed: _____

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY
ONE OF THE METHODS SET FORTH ABOVE. PLEASE MAKE SURE YOU HAVE
SIGNED AND PROVIDED ALL INFORMATION REQUESTED ON THIS BALLOT.**

INSTRUCTIONS FOR COMPLETING THIS BALLOT

The Debtor is soliciting your vote on its Plan, as described in its Disclosure Statement. Please review the Disclosure Statement and Plan carefully before you vote. Unless otherwise defined, capitalized terms used herein have the meanings ascribed to them in the Plan.

To have your vote count, you must complete, sign, and return this Ballot by one of the aforementioned methods to the Voting Agent. Ballots must be received by the Voting Agent by 5:00 p.m., prevailing Eastern Time, on March 7, 2025. Your original signature is required on the Ballot in order for your vote to count. **Unsigned Ballots will not be counted. Any ballot received after 5:00 p.m., prevailing Eastern Time, on March 7, 2025 will not be counted.**

To complete the Ballot properly, take the following steps:

Read the Ballot carefully.

Review the information in Item 1 and make sure it is correct.

Vote either to accept or reject the Plan by checking the proper box in Item 2.

Review the certifications and acknowledgments in Item 3.

Sign and date your Ballot. **YOUR SIGNATURE IS REQUIRED FOR YOUR VOTE TO BE COUNTED. FOR THE AVOIDANCE OF DOUBT, AN ELECTRONIC SIGNATURE AFFIXED TO AN E-BALLOT SUBMITTED ONLINE SHALL BE DEEMED TO BE IMMEDIATELY LEGALLY VALID AND EFFECTIVE.**

If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing.

Return your Ballot by one of the aforementioned methods so that it will be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time on March 7, 2025.

PLEASE SUBMIT YOUR BALLOT PROMPTLY!

CLASS 3a BALLOT

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

560 SEVENTH AVENUE OWNER PRIMARY
LLC,

Debtor.

Chapter 11

Case No. 23-11289 (PB)

**BALLOT FOR ACCEPTING OR REJECTING AMENDED CHAPTER 11
PLAN OF 560 SEVENTH AVENUE OWNER PRIMARY LLC**

Class 3a Claim

You are receiving this Ballot because you have a filed or scheduled Claim, as of the Voting Record Date (as defined below), in the Chapter 11 Case of 560 Seventh Avenue Owner Primary LLC (the “**Debtor**”) pending in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

The Debtor filed a second amended plan of reorganization dated February 3, 2025 (the “**Plan**”) in this Chapter 11 Case. The Court has approved a disclosure statement with respect to the Plan (the “**Disclosure Statement**”). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. If you do not have a Disclosure Statement, you may obtain a copy from the Debtor’s counsel, Cozen O’Connor, 123 North Wacker Drive, Suite 1800, Chicago, IL 60606, Attn: Christina Sanfelippo (312-474-4455, csanfelippo@cozen.com). The Disclosure Statement and Plan are also available for review and download, free of charge, online at the Debtor’s restructuring website maintained by the Voting Agent (as defined below): <https://cases.ra.kroll.com/560SeventhAve> (click on the “Plan & Disclosure Statement” link below the “Quick Links” header at the left margin of the website landing page). Court approval of the Disclosure Statement does not indicate approval of the Plan by the Court. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in Class 3a under the Plan. If you hold Claims or Equity Interests in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote. If your Ballot is not received by the Debtor’s voting agent, Kroll Restructuring Administration LLC (“**Kroll**” or the “**Voting Agent**”),

via one of the methods set forth below on or before 4:00 p.m. (prevailing Eastern Time) on March 7, 2025 (the “**Voting Deadline**”), and the Voting Deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

If your Claim is not subject to an objection to expunge the Claim by the Debtor, your Claim has been provisionally allowed for the purpose of voting as a Class 3a Creditor to accept or reject the Plan in the amount for which such Claim has been scheduled or filed (or, if an objection to reduce your Claim is pending, in the amount sought in the objection). Under the Plan, the Class 3a Personal Injury Claims are impaired, and the Holder of such a Claim, therefore, is entitled to vote to accept or reject the Plan.

To have your vote count, you must complete and return this Ballot.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT BY ONE OF THE FOLLOWING METHODS SO THAT IT IS ACTUALLY RECEIVED BY 4:00 P.M., PREVAILING EASTERN TIME, ON OR BEFORE THE VOTING DEADLINE OF MARCH 7, 2025.

IN THE ENCLOSED REPLY ENVELOPE PROVIDED, OR VIA FIRST CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY, OR BY ELECTRONIC ONLINE SUBMISSION.

If by First Class Mail, Overnight Courier, or Hand Delivery:

**560 Seventh Avenue Owner Primary LLC Ballot Processing Center
c/o Kroll Restructuring Administration LLC
850 Third Avenue, Suite 412
Brooklyn, NY 11232**

(To arrange hand delivery of your Ballot, please email the Voting Agent at 560SeventhAveBallots@ra.kroll.com (with “560 Seventh Avenue Ballot Delivery” in the subject line) at least 24 hours prior to your arrival at the Kroll address above and provide the anticipated date and time of delivery)

If by electronic Ballot through the Online Balloting Portal (the “E-Ballot Portal”):

- TO SUBMIT YOUR CUSTOMIZED ELECTRONIC BALLOT ONLINE, PLEASE VISIT THE DEBTORS’ BANKRUPTCY WEBSITE: [HTTPS://CASES.RA.KROLL.COM/560SEVENTHAVE](https://cases.ra.kroll.com/560seventhave), CLICK ON THE “SUBMIT E-BALLOT” SECTION OF THE WEBSITE, AND FOLLOW ONLINE SUBMISSION INSTRUCTIONS SET FORTH IN YOUR BALLOT AND AT THE E-BALLOT PORTAL

- **IMPORTANT NOTE: You will need the following Unique E-Ballot ID# to retrieve and submit your customized electronic Ballot:**
- **Unique E-Ballot ID#:** _____
- The E-Ballot Portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.
- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your Ballot. Please complete and submit a Ballot for each Unique E-Ballot ID# you receive, as applicable.
- **Holders who cast a Ballot using the E-Ballot Portal should NOT also submit a paper Ballot.**

PLEASE READ THE ATTACHED INSTRUCTIONS BEFORE COMPLETING AND RETURNING YOUR BALLOT

Creditors may not split their vote on the Plan. If you are submitting a vote with respect to the Class 3a Personal Injury Claim that you hold, you must vote your entire claim in the same way (i.e., all “accept” or all “reject”).

An authorized signatory of the holder of a Class 3a Personal Injury Claim may execute this Ballot, but must provide the name and address of the holder of such claim on this Ballot and may be required to submit evidence to the Debtor and/or the Bankruptcy Court demonstrating such signatory’s authorization to vote on behalf of such holder. Authorized signatories voting on behalf of more than one holder of a Class 3a Personal Injury Claim must complete a separate Ballot for each such holder.

You must provide all of the information requested by this Ballot. Failure to do so may result in the disqualification of your vote.

Item 1. Claim Amount. The undersigned certifies that as of February 3, 2025 (the “Voting Record Date”), the undersigned was the Holder of a **Class 3a Personal Injury Claim** in the following aggregate unpaid principal amount:

\$ _____

Item 2. Vote. Vote as a Class 3a Claimant. Please check one.

- The undersigned: ☐ ACCEPTS (votes FOR) the Plan.
☐ REJECTS (votes AGAINST) the Plan.

Item 3. Certifications and Acknowledgments. By signing this Ballot, the undersigned hereby certifies that (i) it is the owner of the Claim to which this Ballot pertains, or the authorized signatory of such owner and has full power and authority to vote to accept or reject the Plan and (ii) it has been provided with a copy of the Debtor's Disclosure Statement filed in connection with the Plan and the Plan. The undersigned also acknowledges that the solicitation of this vote to accept or reject the Plan is subject to all the terms and conditions set forth in the order approving the Disclosure Statement, including that the undersigned has neither been offered nor received any consideration to submit a changed ballot.

Name of Holder: _____
(Print or Type)

Signature: _____
(Sign Here)

Signatory Name (if
other than Holder): _____
(Print or Type)

Title: _____

Address: _____
(Street)

(City, State, Zip Code)

Telephone Number: _____

Email Address: _____

Date Completed: _____

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY
ONE OF THE METHODS SET FORTH ABOVE. PLEASE MAKE SURE YOU HAVE
SIGNED AND PROVIDED ALL INFORMATION REQUESTED BY THIS BALLOT**

INSTRUCTIONS FOR COMPLETING THIS BALLOT

The Debtor is soliciting your vote on its Plan, as described in its Disclosure Statement. Please review the Disclosure Statement and Plan carefully before you vote. Unless otherwise defined, capitalized terms used herein have the meanings ascribed to them in the Plan.

To have your vote count, you must complete, sign, and return this Ballot by one of the aforementioned methods to the Voting Agent. Ballots must be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time, on March 7, 2025. **Unsigned Ballots will not be counted. Any ballot received after the Voting Deadline will not be counted except in the sole discretion of the Debtor.**

To complete the Ballot properly, take the following steps:

Read the Ballot carefully.

Review the information in Item 1 and make sure it is correct.

Vote either to accept or reject the Plan by checking the proper box in Item 2.

Review the certifications and acknowledgments in Item 3.

Sign and date your Ballot. **YOUR SIGNATURE IS REQUIRED FOR YOUR VOTE TO BE COUNTED. FOR THE AVOIDANCE OF DOUBT, AN ELECTRONIC SIGNATURE AFFIXED TO AN E-BALLOT SUBMITTED ONLINE SHALL BE DEEMED TO BE IMMEDIATELY LEGALLY VALID AND EFFECTIVE.**

If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing.

Return your Ballot by one of the aforementioned methods so that it will be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time on March 7, 2025.

PLEASE SUBMIT YOUR BALLOT PROMPTLY!

CLASS 3b BALLOT

NO PERSON HAS BEEN AUTHORIZED TO GIVE ANY INFORMATION OR ADVICE, OR TO MAKE ANY REPRESENTATION, OTHER THAN WHAT IS CONTAINED IN THE MATERIALS MAILED WITH THIS BALLOT OR OTHER MATERIALS AUTHORIZED BY THE BANKRUPTCY COURT.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

560 SEVENTH AVENUE OWNER PRIMARY
LLC,

Debtor.

Chapter 11

Case No. 23-11289 (PB)

**BALLOT FOR ACCEPTING OR REJECTING AMENDED CHAPTER 11
PLAN OF 560 SEVENTH AVENUE OWNER PRIMARY LLC**

Class 3b Congregation Claim

You are receiving this Ballot because you have a filed or scheduled Claim, as of the Voting Record Date (as defined below), in the Chapter 11 Case of 560 Seventh Avenue Owner Primary LLC (the “**Debtor**”) pending in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

The Debtor filed a second amended plan of reorganization dated February 3, 2025 (the “**Plan**”) in this Chapter 11 Case. The Court has approved a disclosure statement with respect to the Plan (the “**Disclosure Statement**”). The Disclosure Statement provides information to assist you in deciding how to vote your Ballot. If you do not have a Disclosure Statement, you may obtain a copy from the Debtor’s counsel, Cozen O’Connor, 123 North Wacker Drive, Suite 1800, Chicago, IL 60606, Attn: Christina Sanfelippo (312-474-4455, csanfelippo@cozen.com). The Disclosure Statement and Plan are also available for review and download, free of charge, online at the Debtor’s restructuring website maintained by the Voting Agent (as defined below): <https://cases.ra.kroll.com/560SeventhAve> (click on the “Plan & Disclosure Statement” link below the “Quick Links” header at the left margin of the website landing page). Court approval of the Disclosure Statement does not indicate approval of the Plan by the Court. You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. Your Claim has been placed in class 3b under the Plan. If you hold Claims or Equity Interests in more than one Class, you will receive a Ballot for each cClass in which you are entitled to vote. If your Ballot is not received by the Debtor’s voting agent, Kroll Restructuring Administration LLC (“**Kroll**” or the “**Voting Agent**”),

via one of the methods set forth below on or before 4:00 p.m. (prevailing Eastern Time) on March 7, 2025 (the “**Voting Deadline**”), and the Voting Deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

If your Claim is not subject to an objection to expunge the Claim by the Debtor, your Claim has been provisionally allowed for the purpose of voting as a Class 3b Creditor to accept or reject the Plan in the amount for which such Claim has been scheduled or filed (or, if an objection to reduce your Claim is pending, in the amount sought in the objection). Under the Plan, the Class 3b Congregation Claim is impaired, and the Holder of such a Claim, therefore, is entitled to vote to accept or reject the Plan.

To have your vote count, you must complete and return this Ballot.

PLEASE READ AND FOLLOW THE ATTACHED INSTRUCTIONS CAREFULLY. PLEASE COMPLETE, SIGN AND DATE THIS BALLOT AND RETURN IT BY ONE OF THE FOLLOWING METHODS SO THAT IT IS ACTUALLY RECEIVED BY 4:00 P.M., PREVAILING EASTERN TIME, ON OR BEFORE THE VOTING DEADLINE OF MARCH 7, 2025.

IN THE ENCLOSED REPLY ENVELOPE PROVIDED, OR VIA FIRST CLASS MAIL, OVERNIGHT COURIER, OR HAND DELIVERY, OR BY ELECTRONIC ONLINE SUBMISSION.

If by First Class Mail, Overnight Courier, or Hand Delivery:

**560 Seventh Avenue Owner Primary LLC Ballot Processing Center
c/o Kroll Restructuring Administration LLC
850 Third Avenue, Suite 412
Brooklyn, NY 11232**

(To arrange hand delivery of your Ballot, please email the Voting Agent at 560SeventhAveBallots@ra.kroll.com (with “560 Seventh Avenue Ballot Delivery” in the subject line) at least 24 hours prior to your arrival at the Kroll address above and provide the anticipated date and time of delivery)

If by electronic Ballot through the Online Balloting Portal (the “E-Ballot Portal”):

- TO SUBMIT YOUR CUSTOMIZED ELECTRONIC BALLOT ONLINE, PLEASE VISIT THE DEBTORS’ BANKRUPTCY WEBSITE: [HTTPS://CASES.RA.KROLL.COM/560SEVENTHAVE](https://cases.ra.kroll.com/560seventhave), CLICK ON THE “SUBMIT E-BALLOT” SECTION OF THE WEBSITE, AND FOLLOW ONLINE SUBMISSION INSTRUCTIONS SET FORTH IN YOUR BALLOT AND AT THE E-BALLOT PORTAL

- **IMPORTANT NOTE: You will need the following Unique E-Ballot ID# to retrieve and submit your customized electronic Ballot:**
- **Unique E-Ballot ID#:** _____
- The E-Ballot Portal is the sole manner in which Ballots will be accepted via electronic or online transmission. Ballots submitted by facsimile, email, or other means of electronic transmission will not be counted.
- Each E-Ballot ID# is to be used solely for voting only those Claims described in Item 1 of your Ballot. Please complete and submit a Ballot for each Unique E-Ballot ID# you receive, as applicable.
- **Holders who cast a Ballot using the E-Ballot Portal should NOT also submit a paper Ballot.**

PLEASE READ THE ATTACHED INSTRUCTIONS BEFORE COMPLETING AND RETURNING YOUR BALLOT

Creditors may not split their vote on the Plan. If you are submitting a vote with respect to the Class 3b Congregation Claim that you hold, you must vote your entire claim in the same way (i.e., all “accept” or all “reject”).

An authorized signatory of the holder of a Class 3b Congregation Claim may execute this Ballot, but must provide the name and address of the holder of such claim on this Ballot and may be required to submit evidence to the Debtor and/or the Bankruptcy Court demonstrating such signatory’s authorization to vote on behalf of such holder. Authorized signatories voting on behalf of more than one holder of a Class 3b Congregation Claim must complete a separate Ballot for each such holder.

You must provide all of the information requested by this Ballot. Failure to do so may result in the disqualification of your vote.

Item 1. Claim Amount. The undersigned certifies that as of February 3, 2025 (the “Voting Record Date”), the undersigned was the Holder of a **Class 3b Congregation Claim** in the following aggregate unpaid principal amount:

\$ _____

Item 2. Vote. Vote as a Class 3b Claimant. Please check one.

- The undersigned: ☐ ACCEPTS (votes FOR) the Plan.
- ☐ REJECTS (votes AGAINST) the Plan.

Item 3. Certifications and Acknowledgments. By signing this Ballot, the undersigned hereby certifies that (i) it is the owner of the Claim to which this Ballot pertains, or the authorized signatory of such owner and has full power and authority to vote to accept or reject the Plan and (ii) it has been provided with a copy of the Debtor's Disclosure Statement filed in connection with the Plan and the Plan. The undersigned also acknowledges that the solicitation of this vote to accept or reject the Plan is subject to all the terms and conditions set forth in the order approving the Disclosure Statement, including that the undersigned has neither been offered nor received any consideration to submit a changed ballot.

Name of Holder: _____
(Print or Type)

Signature: _____
(Sign Here)

Signatory Name (if
other than Holder): _____
(Print or Type)

Title: _____

Address: _____
(Street)

(City, State, Zip Code)

Telephone Number: _____

Email Address: _____

Date Completed: _____

**THIS BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING AGENT BY
ONE OF THE METHODS SET FORTH ABOVE. PLEASE MAKE SURE YOU HAVE
SIGNED AND PROVIDED ALL INFORMATION REQUESTED ON THIS BALLOT.**

INSTRUCTIONS FOR COMPLETING THIS BALLOT

The Debtor is soliciting your vote on its Plan, as described in its Disclosure Statement. Please review the Disclosure Statement and Plan carefully before you vote. Unless otherwise defined, capitalized terms used herein have the meanings ascribed to them in the Plan.

To have your vote count, you must complete, sign, and return this Ballot by one of the aforementioned methods to the Voting Agent. Ballots must be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time, on March 7, 2025. **Unsigned Ballots will not be counted. Any ballot received after the Voting Deadline will not be counted except in the sole discretion of the Debtor.**

To complete the Ballot properly, take the following steps:

Read the Ballot carefully.

Review the information in Item 1 and make sure it is correct.

Vote either to accept or reject the Plan by checking the proper box in Item 2.

Review the certifications and acknowledgments in Item 3.

Sign and date your Ballot. **YOUR SIGNATURE IS REQUIRED FOR YOUR VOTE TO BE COUNTED. FOR THE AVOIDANCE OF DOUBT, AN ELECTRONIC SIGNATURE AFFIXED TO AN E-BALLOT SUBMITTED ONLINE SHALL BE DEEMED TO BE IMMEDIATELY LEGALLY VALID AND EFFECTIVE.**

If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing.

Return your Ballot by one of the aforementioned methods so that it will be actually received by the Voting Agent by the Voting Deadline of 4:00 p.m., prevailing Eastern Time on March 7, 2025.

PLEASE SUBMIT YOUR BALLOT PROMPTLY!

EXHIBIT 2
(CONFIRMATION HEARING NOTICE)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

560 SEVENTH AVENUE OWNER PRIMARY
LLC,

Debtor.

Chapter 11

Case No. 23-11289 (PB)

**NOTICE OF HEARING TO CONSIDER CONFIRMATION OF DEBTOR'S
SECOND AMENDED PLAN OF REORGANIZATION**

NOTICE IS HEREBY GIVEN as follows:

On August 12, 2023 (the “**Petition Date**”), 560 Seventh Avenue Owner Primary LLC (the “**Debtor**”) filed a voluntary petition under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York. The Debtor filed a motion requesting entry of an order (i) approving the Debtor’s amended disclosure statement dated February 3, 2025 (the “**Disclosure Statement**”) in connection with the Debtor’s proposed second amended plan of reorganization dated February 3, 2025 (the “**Plan**”), (ii) establishing solicitation and voting procedures and deadlines, (iii) scheduling a hearing to consider confirmation of the Plan, (iv) establishing deadlines and procedures for filing objections to confirmation of the Plan, and (v) approving the form and manner of notice of the confirmation hearing. On February 4, 2025, the Court approved the Disclosure Statement.

HEARING ON CONFIRMATION OF THE PLAN

A hearing to consider confirmation of the Plan and any objections thereto (the “**Confirmation Hearing**”) has been set by the United States Bankruptcy Court for the Southern District of New York for 10:00 a.m. (prevailing Eastern Time) on March 28, 2025 at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 before the Honorable Philip Bentley, United States Bankruptcy Judge, at which time any party in interest may appear and state its objections, if any, to confirmation of the Plan. No further notice shall be provided to creditors or interest holders of any adjournment of the Confirmation Hearing except as may be announced in open court at the Confirmation Hearing, or any subsequent Confirmation Hearing.

Any objection to confirmation of the Plan must (a) be in writing, (b) comply with the Federal Rules of Bankruptcy Procedure and the General Orders of the Court, (c) set forth the name of the objector, and the nature and amount of any claim or interest asserted by the objector, (d) state with particularity the legal and factual basis for such objection, and (e) be filed with the Clerk of the United States Bankruptcy Court for the Southern District of New York (including a copy for Chambers of the Honorable Philip Bentley), together with proof of service thereof, and served by personal service or by overnight delivery upon: (i) counsel for the Debtor, Cozen O’Connor, 3WTC, 175 Greenwich Street, New York, New York 10007, Attn: Frederick E. Schmidt, Jr. (eschmidt@cozen.com), Peter J. Roberts

(proberts@cozen.com), and Christina Sanfelippo (csanfelippo@cozen.com); (ii) counsel for OWS CRE Funding I, LLC, Cadwalader, Wickersham & Taft LLP, 200 Liberty Street, New York, NY 10281, Attn: Gregory M. Petrick (Gegory.Petrick@cwt.com), Thomas J. Curtin (Thomas.Curtin@cwt.com), and Anthony L. Greene (Anthony.Greene@cwt.com); (iii) the Office of the United States Trustee, Alexander Hamilton Custom House, One Bowling Green, Room 534, New York, NY 10004-108, Attn: Brian S. Masumoto; and (iv) all entities which have filed a notice of appearance and demand for service of documents in this Chapter 11 Case (the foregoing, collectively, the “Notice Parties”), in each case so as to be actually filed and received no later than March 18, 2025 at 4:00 p.m. (the “**Confirmation Objection Deadline**”).

CONTACT INFORMATION FOR OBTAINING SOLICITATION DOCUMENTS

If you would like to obtain a copy of the Disclosure Statement, the Plan, the Disclosure Statement Order or related documents, you should contact counsel for the Debtor. The Disclosure Statement and Plan and related documents, as well as any pleadings filed in this Chapter 11 Case are available for review and download, free of charge, online at the Debtor’s restructuring website: <https://cases.ra.kroll.com/560SeventhAve>. You may also obtain copies of any pleadings filed in this Chapter 11 Case for a fee via PACER at: <http://www.nysb.uscourts.gov>.

**UNLESS AN OBJECTION IS TIMELY SERVED AND FILED
IN ACCORDANCE WITH THIS NOTICE, IT WILL
NOT BE CONSIDERED BY THE COURT**

Dated: New York, New York
February __, 2025

COZEN O’CONNOR
Attorneys for the Debtor and Debtor in Possession

By: _____
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EXHIBIT 3
(NOTICE OF NON-VOTING STATUS)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

560 SEVENTH AVENUE OWNER PRIMARY
LLC,

Debtor.

Chapter 11

Case No. 23-11289 (PB)

NOTICE OF NON-VOTING STATUS

PLEASE TAKE NOTICE THAT On August 12, 2023 (the “**Petition Date**”), a voluntary petition under chapter 11 of the Bankruptcy Code was filed by 560 Seventh Avenue Owner Primary LLC (the “**Debtor**”), the above-captioned debtor and debtor in possession, in the United States Bankruptcy Court for the Southern District of New York. The Debtor filed a motion requesting entry of an order (i) approving the Debtor’s amended disclosure statement dated February 3, 2025 (the “**Disclosure Statement**”) in connection with the Debtor’s proposed amended plan of reorganization dated February 3, 2025 (the “**Plan**”), (ii) establishing solicitation and voting procedures and deadlines, (iii) scheduling a hearing to consider confirmation of the Plan, (iv) establishing deadlines and procedures for filing objections to confirmation of the Plan, and (v) approving the form and manner of notice of the confirmation hearing. On February 4, 2025, the Court approved the Disclosure Statement.

PLEASE TAKE FURTHER NOTICE THAT pursuant to the Disclosure Statement Order, the Debtor will not solicit votes to accept or reject the Plan from: (i) the holders of unclassified Claims¹ (Administrative Claims and Priority Tax Claims); or (ii) the holders of Claims in Unimpaired Class 1c - Other Secured Claims, Class 2 – Priority Non-Tax Claims, and Class 4 - Equity Interests, which are all deemed to accept the Plan unanimously pursuant to section 1126(f) of the Bankruptcy Code.

You are receiving this Notice because the claims register, the Debtor’s books and records and/or the record in this Chapter 11 Case indicate that you are the holder of a Claim or an Interest that falls into one of the preceding categories. As such, this Notice is being sent to you for informational purposes only and not to solicit your vote on the Plan.

THIS NOTICE IS BEING SENT TO YOU FOR INFORMATIONAL PURPOSES ONLY. IF YOU HAVE GENERAL QUESTIONS REGARDING THE PLAN OR THIS NOTICE, CONTACT THE DEBTOR’S COUNSEL, COZEN O’CONNOR, 123 NORTH WACKER DRIVE, SUITE 1800, CHICAGO, IL 60606, ATTN: CHRISTINA SANFELIPPO.

¹ Capitalized terms not defined herein shall have the meaning ascribed to them in the Plan.

Dated: New York, New York
February __, 2025

COZEN O'CONNOR
Attorneys for the Debtor and Debtor in Possession

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